

**IN THE UNITED STATES DISTRICT COURT FOR THE
EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION**

**AMAZON.COM, INC and AMAZON
DATA SERVICES, INC.,**

Plaintiffs,

v.

**WDC HOLDINGS LLC d/b/a
NORTHSTAR COMMERCIAL
PARTNERS, et al.,**

Defendants,

800 HOYT LLC,

Intervening Interpleader Plaintiff,

v.

**BRIAN WATSON, WDC HOLDING
LLC, PLW CAPITAL I,
LLC.AMAZON.COM, INC, and
AMAZON DATA SERVICES, INC.**

Interpleader Defendants.

Case No. 1:20cv484

**Hon. Rossie D. Alston, Jr.
Hon. Theresa Buchanan**

**DEFENDANTS CARLETON NELSON'S
AND CHESHIRE VENTURES LLC'S
MOTION TO COMPEL DISCOVERY
CONCERNING DAMAGES**

**EXPEDITED CONSIDERATION AT
MAY 6, 2022 HEARING REQUESTED**

COME NOW Defendants Carleton Nelson and Cheshire Ventures, LLC (the "Nelson Defendants") through undersigned counsel, and move, pursuant to Fed. R. Civ. P. 37(a)(1) and Local Rule 37(A), for an Order compelling Defendants to provide a complete response to Interrogatory Number 28 concerning a settlement with IPI, to produce communications with third party IPI concerning the settlement and related real estate transactions, and to produce Amazon's internal financial and business analysis of the pricing information and adjustments for the new transactions.

Amazon has refused to provide more specificity as to its purported claims against IPI that were the subject of the settlement agreement, nor has it identified any documents responsive to the interrogatory. Further Amazon has asserted privilege over the entirety of the internal financial analysis of the pricing for the amended lease transactions, as well as much of that analysis of the related purchase and sale transactions, presumably because of the inclusion of attorneys in the process. However, simply because an attorney participates in what is at heart financial or business analysis does not convert that communication or analysis to legal advice. Most importantly Amazon makes these assertions of privilege over the exact matters it intends to use to support its damages claims for the nine lease transactions at issue in this action—the adjustment of yield rates and fees in the leasing transactions.

The Nelson Defendants respectfully request that the Court refuse to allow Amazon to engage in this obvious attempt to prevent the Nelson Defendants from exploring the basis for the very pricing information Amazon intends to put in front of the fact finder in this case to support its damages claims. The Nelson Defendants seek an Order compelling the production of the remaining communications with third party IPI concerning the settlement agreement and the related real estate transactions and the internal financial and business analysis of the pricing information for all of these transactions.

This motion is supported by Defendants' brief in support of the motion, the declaration of Adam R. Smart and exhibits thereto, and all matters of record.

MEET-AND-CONFER CERTIFICATION

Counsel for Defendant Nelson certifies that he conferred in good faith with counsel for Plaintiffs via numerous letters, emails and telephone calls on these matters. The parties were able to narrow some of the issues, leaving only a limited number of communications with IPI at issue,

and limiting the internal financial analysis at issue (as Amazon did produce a broader analysis for the two sale transactions at issue but still appears to be withholding other communications on the two sale transactions that it normally does not treat as privileged for any other transaction), but the parties were not able to resolve or narrow any of the issues regarding the internal financial analysis of the amendments to the five lease transactions as Amazon has not provided any such documents to Defendants.

Note, the parties agreed to continue conferring over the weekend to determine if the issues could be further narrowed or resolved, and agreed that Amazon would not object to setting this motion for hearing at the Friday, May 6, 2022 hearing setting, at the Court's discretion of course, and that the Nelson Defendants would file the motion by noon today, May 2, 2022 if still needed.

May 2, 2022

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CERTIFICATE OF SERVICE

I hereby certify that on May 2, 2022, a true and correct copy of the foregoing has been served upon the following via email:

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Dated: May 2, 2022

/s/ Rachel Friedman

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